

# State of New Hampshire

Recording fee: \$25.00  
Use black print or type.

Form NP-1  
RSA 292:2

## ARTICLES OF AGREEMENT OF A NEW HAMPSHIRE NONPROFIT CORPORATION

THE UNDERSIGNED, being persons of lawful age, associate under the provisions of the New Hampshire Revised Statutes Annotated, Chapter 292 by the following articles:

FIRST: The name of the corporation shall be Sanctuary ATC

SECOND: The object for which this corporation is established is:

Sanctuary ATC (hereinafter the "Corporation") is organized for the purposes of establishing and maintaining an alternative treatment center to benefit qualified patients with the therapeutic use of medical cannabis, of providing the highest quality of organic medicine, service, education and experience to benefit qualified patients with the therapeutic use of medical cannabis, of promoting the agriculture of medical cannabis, and all other such purposes as are permissible for a Corporation formed under N.H. Rev. Stat. Ann. § 292.

THIRD: The provisions for establishing membership and participation in the corporation are:

The Corporation shall not have any members.

FOURTH: The provisions for disposition of the corporate assets in the event of dissolution of the corporation including the prioritization of rights of shareholders and members to corporate assets are:

In the event of dissolution of the Corporation, the Corporation shall, after paying or making provisions for payment of all of the Corporation's liabilities and obligations, distribute any remaining assets of the Corporation for the purposes of the Corporation, as the Corporation's Board of Directors shall determine, or to such non-profit organization or organizations with similar purposes, as the Corporation's Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the Corporation's principal office is then located, exclusively for such purposes or to such organization or organizations as said court shall determine which are organized exclusively for such purposes.



FIFTH: The address at which the business of this corporation is to be carried on is \_\_\_\_\_

3 Maronos Drive, Salem, NH 03079

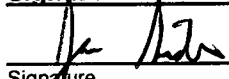
SIXTH: The amount of capital stock, if any, or the number of shares or membership certificates, if any, and provisions for retirement, reacquisition and redemption of those shares or certificates are:

None.

SEVENTH: Provision eliminating or limiting the personal liability of a director, an officer or both, to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, an officer or both is (Note 1) Please see the attached sheet.

EIGHTH: Signatures and post office address of each of the persons associating together to form the corporation: (Note 2)

**Signature and Name**

1.   
Signature

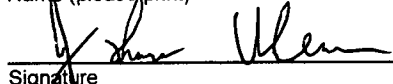
Jason Sidman

Name (please print)

2.  MD  
Signature


David Syrek, MD

Name (please print)

3.   
Signature

Joshua Weaver

Name (please print)

4.   
Signature

Stephen Smith, MD

Name (please print)

5.   
Signature

Sharon Curole

Name (please print)

**Post Office Address**

51 S Broadway

Street

Salem

City/Town

NH

State

03079

Zip

15 Raymond Road

Street

Candia

City/Town

NH

State

03034

Zip

100 S Belcher Road

Street

Clearwater

City/Town

FL

State

33765

Zip

15 Raymond Road

Street

Candia

City/Town

NH

State

03034

Zip

955 Goffs Falls Road, Suite 998

Street

Manchester

City/Town

NH

State

03103

Zip

Notes: 1. If no provision eliminating or limiting personal liability, insert "NONE".

2. At least five signatures are required.

DISCLAIMER: All documents filed with the Corporation Division become public records and will be available for public inspection in either tangible or electronic form.

Mail fee and **SIGNED ORIGINALS** to: Corporation Division, Department of State, 107 North Main Street, Concord NH 03301-4989. Physical location: 25 Capitol Street, 3<sup>rd</sup> Floor, Concord, NH 03301.

**STATE OF NEW HAMPSHIRE**

**ARTICLES OF AGREEMENT**

**OF**

**SANCTUARY ATC**

**A NEW HAMPSHIRE NON-PROFIT CORPORATION**

ARTICLE VII: Liability of Directors or Officers: The directors and officers of the Corporation shall not be personally liable for any debt, liability, or obligation of the Corporation. The liability of an officer or director shall not be limited as provided in this section with respect to:

- a) Any breach of the director's or officer's duty of loyalty to the Corporation or its shareholders.
- b) Acts or omissions which are not in good faith or which involve intentional misconduct or a knowing violation of the law.
- c) Any transaction from which the director, officer, or both derived an improper personal benefit.

To the fullest extent now or hereafter permitted by law, no director or officer shall be personally liable to the Corporation or to its shareholders for monetary damages for breach of their fiduciary duties as a director or as an officer.